

RECORDATION NO. 30146 FILED  
March 30, 2012 3:10 PM  
SURFACE TRANSPORTATION BOARD

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March 30, 2012

Ms. Cynthia T. Brown  
Chief of the Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423

Dear Ms. Brown:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement, dated as of March 30, 2012, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Trinity North American Freight Car, Inc.  
2525 Stemmons Freeway  
Dallas, TX 75207

[Lessee: Cru Logistics, LLC  
33300 Egypt Lane # D200  
Magnolia, TX 77354]

**Ms. Cynthia T. Brown  
March 30, 2012  
Page 2**

**A description of the railroad equipment covered by the enclosed document is:**

**175 covered hopper railcars: TILX 329461 – TILX 329610 and TILX 330211 – TILX 330235.**

**A short summary of the document to appear in the index is:**

**Memorandum of Lease Agreement.**

**Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.**

**Kindly return stamped copies of the enclosed document to the undersigned.**

**Very truly yours,**

  
✓ **Edward M. Luria**

**EML/sem  
Enclosures**

**MEMORANDUM OF LEASE AGREEMENT**

Memorandum of Lease Agreement made and entered into on March 30, 2012 by Trinity North American Freight Car, Inc., a Delaware corporation (as assignee of TILC (as defined below), the "Lessor").

**WITNESSETH:**

Trinity Industries Leasing Company (as assignor and also acting in its capacity as agent and manager for and on behalf of Lessor, "TILC") and Cru Logistics, LLC, a Texas limited liability company (the "Lessee") are parties to that certain Railroad Car Lease Agreement (the "Lease Agreement"), dated as of August 25, 2011, whereby TILC has agreed to lease to the Lessee and the Lessee has agreed to lease from TILC certain railroad cars as listed on each Rider incorporated therein.

TILC and Lessee have executed Rider Two (2) to Railroad Car Lease Agreement, effective August 25, 2011 whereby TILC has agreed to lease to Lessee and the Lessee has agreed to lease from TILC certain railroad cars bearing road numbers as listed on Exhibit A hereto.

[Memorandum of Lease Agreement]

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

TRINITY NORTH AMERICAN  
FREIGHT CAR, INC.

By: 

Name: Eric Marchetto

Title: Vice President

Executed on this 28<sup>th</sup> day of March, 2012

[Memorandum of Lease Agreement]

STATE OF TEXAS )

) SS:

COUNTY OF DALLAS )

On this, the 28<sup>th</sup> day of March 2012, before a Notary Public in and for said County and State, personally appeared Eric Marchetto, who being by me duly sworn, says that he is the Vice President of Trinity North American Freight Car, Inc., that said instrument was signed on March 28, 2012 on behalf of said entity by authority of its management or other governing body, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said entity.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

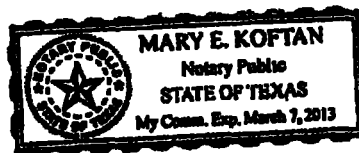
Mary E. Koftan

Name:

Notary Public

My Commission Expires: March 7, 2013

Residing in Tarrant County



[Memorandum of Lease Agreement]

**EXHIBIT A**

<b>Equipment:</b>	3,281 cubic foot capacity covered hopper cars
<b>Quantity:</b>	One Hundred Seventy-Five (175)
<b>Road Numbers:</b>	TILX 329461 through TILX 329610, inclusive, and TILX 330211 through TILX 330235, inclusive

CERTIFICATION

I, Edward M Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document

Dated: 3/30/12

Edward M Luria  
Edward M. Luria